



CONTINENTAL BANK

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO • 231 SOUTH LA SALLE STREET, CHICAGO, ILLINOIS 60693

RECORDATION NO. 10858-E
Filed 14th

MAY 18 1981-11 25 AM

INTERSTATE COMMERCE COMMISSION

312-828 2345

May 13, 1981

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20423

Dear Sir:

We request that you record the enclosed Security Agreement Supplement No. 4, dated as of May 13, 1981, from Transportation Corporation of America (the "Mortgagor"), 26th and State Streets, Chicago Heights, Illinois 60411 to Continental Illinois National Bank and Trust Company of Chicago, as Agent (the "Mortgagee"), having its principal office at 231 South LaSalle Street, Chicago, Illinois 60693.

The enclosed document is a supplement to the Security Agreement (Chattel Mortgage and Assignment of Rents), dated as of September 28, 1979 (the "Security Agreement"), from the Mortgagor to the Mortgagee. The Security Agreement was filed and recorded with the Interstate Commerce Commission under 49 U.S.C. 11303 of the Interstate Commerce Act at 11:30 A.M. on October 3, 1979. Recordation Number 10858 was marked thereon.

The enclosed Security Agreement Supplement No. 4 evidences and confirms the subjection of the railroad cars described on Schedule I thereto and future leases of such railroad cars and the leases described on Schedule II thereto to the security interest created by the Security Agreement.

The railroad cars described on Schedule I and which are covered by the leases described on Schedule II to the enclosed Security Agreement Supplement No. 4 consist of 125, 4750 Cu. Ft. 100-Ton Lo-Covered Hoppers marked MNS 3100 through MNS 3199 and MNS 3300 through MNS 3324, respectively.

Very truly yours,

CONTINENTAL ILLINOIS NATIONAL
BANK AND TRUST COMPANY
OF CHICAGO, as Agent

Theodosia Fitzmorris

Theodosia Fitzmorris
Vice President

RECEIVED
MAY 18 11 20 AM '81
OFFICE OF SECRETARY
ICC

C. A. [unclear] - Mundy & Co.

Interstate Commerce Commission
Washington, D.C. 20423

5/19/81

OFFICE OF THE SECRETARY

Theodosia Fitzmorris, VP
Continental Bank
231 South LaSalle Street
Chicago, Illinois 60693

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/18/81 at 11:25am, and assigned recordation number(s). 10358-E

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SECURITY AGREEMENT SUPPLEMENT
NO. 4RECEIVED
MAY 18 11 19 AM '81
OFFICE OF THE SECRETARY

Security Agreement Supplement ("this Supplement") dated as of May 13, 1981 from TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation ("Company"), having its office at 26th and State Streets, Chicago Heights, Illinois 60411, to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association ("Agent"), having its office at 231 South LaSalle Street, Chicago, Illinois 60693, as Agent for itself and others;

W I T N E S S E T H:

Company and Agent have executed and delivered a certain Security Agreement (Chattel Mortgage and Assignment of Rents) dated as of September 28, 1979 (which agreement, together with any amendments which have been made thereto, is hereinafter called the "Security Agreement") as security for certain loans made by various commercial banking institutions ("Banks"), including Agent, to Company under that certain Credit Agreement (as amended, and, if further amended, all further amendments thereto) dated as of September 28, 1979 and amended as of June 2, 1980 (the "Credit Agreement") among Company, Agent and Banks.

The Security Agreement was filed and recorded with the Interstate Commerce Commission (the "ICC") under 49 U.S.C. 11303 of the Interstate Commerce Act on October 3, 1979 under Recordation No. 10858. Security Agreement Supplement No. 1 (substantially in the form of this Supplement) dated as of September 16, 1980 was filed and recorded with the Interstate Commerce Commission on September 17, 1980 under Recordation No. 10858-B. A Release (Security Agreement Supplement No. 2) dated as of September 25, 1980 was filed and recorded with the ICC on September 29, 1981 under Recordation No. 10858-C and a Release (Security Agreement Supplement No. 3) dated as of December 12, 1980 was filed and recorded with the ICC on December 17, 1980 under Recordation No. 10858-D.

Company has assigned and granted to Agent on behalf of the Banks under the Security Agreement a security interest in and to (i) certain equipment therein described, including the equipment described in Schedule I annexed hereto (the "Supplement Equipment") and (ii) certain leases therein described, including the leases of such Supplement Equipment

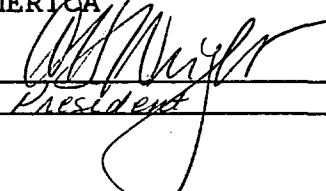
described in Schedule II annexed hereto (the "Supplement Leases").

NOW, THEREFORE, in consideration of the premises, Company does hereby agree as follows:


Company has, in and by the Security Agreement, mortgaged, transferred and assigned to Agent on behalf of the Banks, and granted to Agent on behalf of the Banks a security interest in and to the Supplement Equipment described in Schedule I annexed hereto and the Supplement Leases described in Schedule II annexed hereto. This Supplement evidences and confirms the subjection of such Supplement Equipment and Supplement Leases to the security interest created by the Security Agreement and secures the punctual payment of the principal of, and interest on the promissory notes of Company evidencing loans under the Credit Agreement and the performance and observance by Company of all of its agreements herein and in the Security Agreement and Credit Agreement contained. To the extent, if any, that the Security Agreement may not be effective in mortgaging and granting a security interest to Agent on behalf of the Banks in such Supplement Equipment and such Supplement Leases, Company does by this Supplement hereby mortgage, transfer, and assign to Agent on behalf of the Banks, and grant unto Agent on behalf of the Banks a security interest in, the Supplement Equipment described in Schedule I hereto and the Supplement Leases described in Schedule II hereto, all upon the terms set forth in the Security Agreement.

IN WITNESS WHEREOF, Company has, by its indicated officer thereunto duly authorized, caused this Security Agreement Supplement to be executed and delivered this 13th day of May, 1981.

TRANSPORTATION CORPORATION
OF AMERICA

By 
Its PRESIDENT

ATTEST:

By 
Its Vice Pres. Finance

(Corporate Seal)

Continental Illinois National Bank
and Trust Company of Chicago

By Theodosia Sofmanis
Vice President

ATTEST:

By Wendy C. Hatten
Its BANKING OFFICER

(Corporate Seal)

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

I Deborah A. Zimny do hereby certify that C.H. Wright personally known to me to be the President of TRANSPORTATION CORPORATION OF AMERICA, an Illinois corporation, and S. Christianson personally known to me to be the Vice President-Finance of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such President and Vice President-Finance, they signed and delivered the said instrument as President and Vice President-Finance of said corporation and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth. Given under my hand and seal, this 13th day of May, 1981.

Deborah A. Zimny
Notary Public

(Notarial Seal)

My Commission expires:

Feb. 13, 1983.

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

I Deborah A. Zimny do hereby certify that Theodosia Fitzmorris personally known to me to be a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, and Gwendolyn L. Hatten personally known to me to be a Banking Officer of said association, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such Vice President and Banking Officer, they signed and delivered the said instrument as Vice President and Banking Officer of said association and caused the corporate seal of said association to be affixed thereto, pursuant to authority given by the Board of Directors of said association as their free and voluntary act, and as the free and voluntary act and deed of said association, for the uses and purposes therein set forth. Given under my hand and seal, this 13th day of May, 1981.

Deborah A. Zimny
Notary Public

(Notarial Seal)

My Commission expires:

Feb. 13, 1982.

SCHEDULE I TO SECURITY AGREEMENT SUPPLEMENT NO. 4

DATED AS OF MAY 13, 1981

DESCRIPTION OF RAILROAD CARS OWNED BY COMPANY
AT MAY 13, 1981 AND PLEDGED PURSUANT THERETO

<u>Type of Cars</u>	<u>Specifications</u>	<u>No. of Cars</u>	<u>Lessee's Car Number (both inclusive)</u>	<u>Unit Base Value</u>	<u>Total Value</u>	<u>Date Put Into Service</u>	<u>ICC Filing Number</u>
Lo-Covered Hopper	4750 Cu. Ft. 100-Ton	100	MNS 3100 thru MNS 3199	\$40,250	\$4,025,000	Jan., Feb. 1981	12922
Lo-Covered Hopper	4750 Cu. Ft. 100-Ton	25	MNS 3300 thru MNS 3324	\$43,125	1,078,125	Jan., Feb. 1981	12922A
		<u>125</u>			<u>\$5,103,125</u>		

SCHEDULE II TO SECURITY AGREEMENT SUPPLEMENT NO. 4

DATED AS OF MAY 13, 1981

DESCRIPTION OF LEASES OWNED BY COMPANY

AT MAY 13, 1981 AND PLEDGED PURSUANT THERETO

<u>Lessee</u>	<u>Date of Lease/ Rider</u>	<u>Expiration Date</u>	<u>Type of Lease O-Operating F-Financing</u>	<u>Car Number (both inclusive)</u>	<u>No. of Cars</u>	<u>Rent per car per Month</u>	<u>Company Lease No.</u>	<u>Company Rider No.</u>	<u>ICC Filing Number & Date</u>
Minneapolis, Northfield and Southern Railway, Inc.	1/6/81	1986	0	MNS 3100 thru MNS 3199	100	Car Hire	010681	Attach. A	12922 2/11/81
Minneapolis, Northfield and Southern Railway, Inc.	1/22/81	1986	0	MNS 3300 thru MNS 3324	25	Car Hire	010681	1	12922A 2/11/81